### Edgar Filing: BUCKLE INC - Form 4

BUCKLE I Form 4 September ( FORN)	03, 2008 <b>A 4</b> UNITED STATE			AND EX		ANGE CO	OMMISSION	OMB AF OMB Number:	PROVAL 3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). STATEMENT OF CHANGES IN BENEFICIAL OWNERSHI SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of Section 17(a) of the Public Utility Holding Company Act of 1935 or 30(h) of the Investment Company Act of 1940						Act of 1934, 1935 or Section	Expires: Estimated a burden hour response	•			
(Print or Type	Responses)										
NELSON DENNIS H Syml								5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)		3. Date of Earliest Transaction				(Check	all applicable	)		
2407 W 24	(Month/Day/Y 09/02/2008	Month/Day/Year)					_X_ Director10% Owner _X_ Officer (give titleOther (specify below) PRESIDENT & CEO				
		(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting					
KEARNEY	Y, NE 68845					Ī	erson	ore than one Ke	porting		
(City)	(State) (Zip)	Table I -	Non-	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	any	on Date, if Tran Cod Day/Year) (Inst	e	onor Dispo (Instr. 3,	sed of 4 and (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	09/02/2008	М		1,700	А	\$ 8.9233	1,647,338	D			
Common Stock	09/02/2008	М		5,000	А	\$ 11.68	1,652,338	D			
Common Stock	09/02/2008	S		6,700	D	\$ 53.5149	1,645,638	D			
Common Stock	09/02/2008	G	V	200	D	\$0	1,645,438	D			
Common Stock							45,000	Ι	By Wife		

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Common Stock	2,350.62 <u>(7)</u> I	Held by 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number 6. Date Exer nof Derivative Expiration D Securities (Month/Day/ Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and <i>J</i> Underlying S (Instr. 3 and	Securities	8. D S (I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Purchase)	\$ 8.9233 (1)	09/02/2008		М	1,700 (2)	<u>(3)</u>	01/29/2010	Common Stock	1,700 (2)	
Stock Option (Right to Purchase)	\$ 11.68 (4)	09/02/2008		М	5,000 (5)	<u>(6)</u>	02/03/2011	Common Stock	5,000 (5)	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Toporting C when I when I want too	Director	10% Owner	Officer	Other			
NELSON DENNIS H 2407 W 24TH STREET KEARNEY, NE 68845	Х		PRESIDENT & CEO				
Signatures							
Karen B. Rhoads by Power of Attorney		09/03/2008					
**Signature of Reporting Person		Date					

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Exercise price was originally reported as \$16.375. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
- Number of stock options granted was originally reported as 103,500. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
- (3) Options became exercisable 100 percent on 4/1/2005.
- (4) Exercise price was originally reported as \$20.51. Exercise price has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
- Number of stock options granted was originally reported as 103,500. Number of stock options outstanding has been adjusted in accordance with the terms of the stock option plan to reflect payment of special cash dividend on 1/2/2007 and 3/2 stock split on 1/12/2007.
- (6) Options became exercisable 100 percent on 6/2/2005.
- (7) Holdings as of 7/31/2008, as reported by plan administrator.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.